

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:

FREE SPEECH SYSTEMS, LLC,

DEBTOR.

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Case No. 22—60043

Chapter 11 (Subchapter V)

**DECLARATION OF NORMAN A. PATTIS IN SUPPORT OF
THE DEBTOR' APPLICATION TO EMPLOY
PATTIS & SMITH LLC UNDER 11 U.S.C. § 327(e) AND 328(a)
AS SPECIAL COUNSEL, NUNC PRO TUNC TO AUGUST 1, 2022**

I, Norman A. Pattis, declare under penalty of perjury as follows:

1. I am an attorney at law duly admitted and in good standing to practice in the State of Connecticut and United States District Court for the District of Connecticut. I am a founding partner in the New Haven office of the law firm Pattis & Smith LLC (the "Firm" or "P&SLLC"), located at 383 Orange Street, First Floor, New Haven, Connecticut 06511.

2. I am making this declaration in support of the Debtor's Application to Employ Pattis & Smith, LLC under 11 U.S.C. § 327(e) and 328(a), as special counsel, effective as of August 1, 2022 (the "Application"). Unless otherwise indicated, capitalized terms used but not defined herein have the meanings ascribed to such terms in the Application.

3. Except as otherwise noted, all facts set forth in this declaration are based upon my personal knowledge, upon the client and matter records of P&SLLC reviewed by me or derived from information available to me that I believe to be true and correct or opinion based upon experience, knowledge and information concerning the restructuring of debtor-creditor

relationships, workouts, chapter 11 process, and the Debtor. If called upon to testify, I would testify competently to the facts set forth in this Declaration.

A. Scope of Services

4. Pursuant to the Engagement Agreement, the Application, and the Proposed Order attached thereto, P&SLLC will serve as special counsel to the Debtor in connection with the Sandy Hook Lawsuits. More specifically, the Firm shall serve as litigation and trial counsel for FSS as to the Sandy Hook Lawsuits ("Professional Services").

B. Proposed Compensation

5. The Debtor shall pay P&SLLC a flat monthly fee of \$100,000.00 for the months of August, September and October 2022. The first \$100,000 shall be paid upon entry of the order approving the retention of the Firm under Bankruptcy Code § 327(e) and 328(a). The second and third \$100,000 payments will be made on the first of each month.

6. The \$100,000 flat fee shall cover the fees for all Professional Services of the Firm for the month along with all the out-of-pocket expenses attributable to FSS during that month.

7. P&SLLC will not receive compensation from any other defendant during the same three (3) month period for which the Firm is retained by FSS.

8. Because the Firm is on a fixed fee agreement with FSS, the Firm abide by will abide by any direction by the Court for final allowance of compensation in accordance with the applicable provisions of the Bankruptcy Code, including §§ 330 and 331 of the Bankruptcy Code, the Bankruptcy Rules, the Bankruptcy Local Rules, Guidelines, and Orders for all services performed and expenses incurred during its representation of the Debtor.

C. Disclosure of Connections

i. Search and General Descriptions of Connections

9. P&SLLC performed the following actions to determine whether it or any of its attorneys has any disclosable connections, to the Debtor, creditors, any other party in interest, their respective attorneys and accountants, the U.S. Trustee, any person employed in the office of the U.S. Trustee, or any of the judges for the U.S. Bankruptcy Court for the Southern District of Texas.

10. I conducted a search of P&SLLC files to determine using the list of parties in interest listed in Schedule 1 hereto whether the Firm had any connections to or represented any of the parties listed on Schedule 1. The search revealed that the Firm did not represent any of the parties listed on Schedule 1. P&SLLC may have provided services to creditors or other parties in interest inadvertently omitted from Schedule 1 or the description above. If such connections exist, they would be on matters wholly unrelated to the service for which FSS seeks to engage P&SLLC.

11. The results of the foregoing connections search process confirm that neither I, P&SLLC, nor any of its employees or partners, to the best of my knowledge, have any disqualifying connections.

12. Based on the connections review conducted to date and described herein, to the best of my knowledge and insofar as I can ascertain, I and P&SLLC do not hold an interest adverse to the Debtor or the estate with respect to the matter on which the Firm is to be employed.

13. I am not a creditor, an equity security holder, or an insider of the Debtor; I am not and was not within 2 years before the Petition Date a director of the Debtor; and I do not have any interest materially adverse to the interests of the Debtor's bankruptcy estate or any class of creditors or equity security holders.

14. P&SLLC is not a creditor, an equity security holder, or an insider of the Debtor; P&SLLC is not and was not within 2 years before the Petition Date an employee, officer, or director of the Debtor; and P&SLLC does not have any interest materially adverse to the interests of the Debtor's bankruptcy estate or any class of creditors or equity security holders.

15. P&SLLC does not possess or assert any economic interest that would tend to lessen the value of the bankruptcy estate. P&SLLC also does not possess or assert any economic interest that would create either an actual or potential dispute in which the estate is a rival claimant. P&SLLC does not have any incentive to act contrary to the best interests of the estate and its creditors.

D. Bankruptcy Rule 2016(b) Disclosures

16. Pursuant to Bankruptcy Code § 504 and Bankruptcy Rule 2016, P&SLLC has not shared or agreed to share (a) any of its compensation from the representation of the Debtor with any other persons, or (b) any compensation any other persons have received, may have received, or will receive.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct.

Executed on August 22, 2022,

By: /s/Norm A. Pattis
Norm A. Pattis

SCHEDULE 1

TO PATTIS DECLARATION

SEARCHED PARTIES

Debtor & Professionals

Law Office of Ray Battaglia

Schwartz Associates

Shannon & Lee LLP

Debtor's Equity

Alexander E. Jones

Largest 20 Unsecured Creditors & Litigation Claimants

Elevated Solutions Group

Atomial LLC

Cloudfare, Inc.

Jacquelyn Blott

Joel Skousen

eCommerce CDN LLC

Paul Watson

Greenair, Inc.

Edgecast, Inc.

Ready Alliance Group, Inc.

Getty Images, Inc.

RatsMedical.com

David Icke Books Limited

WWCR

CustomTattoNow.com

AT&T

Justin Lair

Brennan Gilmore

Carlee Soto-Parisi

Carlos Soto

Christopher Sadowski

Dona Soto

Erica Lafferty

Francine Wheeler

Ian Hockley

Jacqueline Barden

Jennifer Hensel

Jeremy Richman

Jillian Soto

Leonard Pozner

Marcel Fontaine

Mark Barden

Neil Heslin

Nicole Hockley

PQPR Holdings Limited, LLC

Robert Parker

Scarlett Lewis

Veronique De La Rosa

William Sherlach

William Aledenberg

Larry Klayman

Randazza Legal Group

Attorneys for Creditors and Parties in Interest

Kaster Lynch Farrar & Ball LLP

Koskoff Koskoff & Bieder

Fertitta & Reynal LLP

Zeisler & Zeisler P.C.

Jordan & Ortiz, P.C.

McDowell Heterhington LLP

The Akers Law Firm PLLC
Copycat Legal PLLC
Waller Lansden Dortch & Davis,
LLP

Akin Gump Strauss Hauer & Feld
LLP

U.S. Bankruptcy Judges and Staff

Chief Judge David R. Jones
Judge Marvin Isgur
Judge Christopher M. Lopez
Judge Jeffrey P. Norman
Judge Eduardo V. Rodriguez
Albert Alonzo
Ana Castro

Tracey Conrad
Jeannie Chavez
LinhThu Do
Tyler Laws
Kimberly Picota
Vriana Portillo
Mario Rios

U.S. Trustee Personnel

Alicia Barcomb
Jacqueline Boykin
Luci Johnson-Davis
Hector Duran
Barbra Griffin
Brian Henault
Linda Motton
Ha Nguyen
Glenn Otto
Yasmin Rivera

Jayson B. Ruff
Millie Sall
Patricia Schmidt
Christy Simmons
Gwen Smith
Stephen Statham
Christopher R. Travis
Clarissa Waxton
Jana Whitworth